

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

HANS A. QUAACK, ATTILIO PO
and KARL LEIBINGER, on behalf of themselves
and those similarly situated,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 03-CV-11566 (PBS)

STONINGTON PARTNERS, INC., a Delaware
Corporation, STONINGTON CAPITAL
APPRECIATION 1994 FUND L.P., a Delaware
Partnership and STONINGTON HOLDINGS, L.L.C., a
Delaware limited liability company,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 04-CV-10411 (PBS)

GARY B. FILLER and LAWRENCE PERLMAN,
Trustees of the TRA Rights Trust,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 04-CV-10477 (PBS)

JANET BAKER and JAMES BAKER, JKBAKER LLC
and JMBAKER LLC,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 04-CV-10501 (PBS)

**PLAINTIFFS' UNOPPOSED MOTION FOR LEAVE TO FILE UNDER SEAL EXHIBITS
B THROUGH G OF PLAINTIFFS' REQUEST FOR INTERNATIONAL JUDICIAL
ASSISTANCE (LETTERS ROGATORY)**

Class plaintiffs together with plaintiffs Stonington Partners, Inc., Stonington Capital Appreciation 1994 Fund L.P. and Stonington Holdings, L.L.C., Gary B. Filler and Lawrence Perlman, Trustees of the TRA Rights Trust, and Janet Baker, James Baker, JKBaker LLC and JMBaker LLC (collectively the “Plaintiffs”) hereby move, pursuant to Massachusetts Local Rule 7.2, for orders authorizing the filing under seal, in each of the above-captioned actions, of Exhibits B through G to Plaintiffs’ Request For International Judicial Assistancess (Letters Rogatory) (the “Letters Rogatory”).

In support of this unopposed motion, Plaintiffs state as follows:

1. On May 31, 2005, the Court entered an Order Governing the Treatment of Confidential Information in each of the above-captioned actions (the “Confidentiality Order”). A true and correct copy of the Confidentiality Order is annexed as **Exhibit E** to the accompanying Declaration of Patrick T. Egan executed June 16, 2006. Under the terms of the Confidentiality Order, documents containing or disclosing discovery materials that the producing party has designated as “Confidential Information” must be filed with the Court under seal. *See* Egan Dec. **Exhibit E** at ¶10.

2. On June 16, 2006, Plaintiffs will serve copies of the Letters Rogatory, with all exhibits and attachments, by hand upon counsel for defendant Dexia Bank Belgium, Jeff E. Butler, Esq. of Clifford Chance US LLP, New York, New York and Peter M. Saparoff, Esq. of Mintz Levin Cohn Ferris Glovsky & Popeo, Boston, Massachusetts. *See* Egan Dec. at ¶ 26.

3. Exhibits B through G of the Letters Rogatory contain Plaintiffs’ proposed examination of certain former Dexia employees, including proposed exhibits on which Plaintiffs seek to examine these witnesses. These proposed examinations and exhibits have not been publicly filed with the Court at this time because they discuss and attach documents that Dexia

Bank Belgium has designated as “Confidential Information” pursuant to the May 31, 2005 Confidentiality Order.

4. Without waiving their right to challenge Dexia Bank Belgium’s designation of particular information as “Confidential Information,” Plaintiffs hereby seek leave to file Exhibits B through G of the Letters Rogatory under seal.

5. Paragraph 11 of the accompanying Letter Rogatory is entitled, “Confidentiality Request” and reads as follows:

Exhibits B through G to this request have been filed *under seal* in the United States because they discuss and attach documents that have been deemed “Confidential Information” pursuant to the terms of a confidentiality order entered in the U.S. litigations. This Court hereby requests that the Kingdom of Belgium maintain the confidentiality of these exhibits and attachments, limiting the disclosure of these documents to only the necessary personnel within the Belgian government, the Non-Party Witnesses, counsel listed in Exhibit A hereto, and any other persons necessary to effectuate or record the proposed examinations.

If this motion for leave to file under seal is denied, Plaintiffs request that this Court strike provision 11 from the Letters Rogatory and permit Plaintiffs to publicly file Exhibits B through G.

WHEREFORE, Plaintiffs respectfully request that this Court enter orders:

- (A) relieving Plaintiffs of the obligation under Local Rule 7.1(b)(1) to file a memorandum of law in support of the instant motion simultaneously herewith;
- (B) authorizing the filing under seal, in each of the above-captioned actions, of Exhibits B through G to Plaintiffs’ Request For International Judicial Assistances (Letters Rogatory) dated June 16, 2006; and
- (C) for such other and further relief as the Court deems just and proper.

Certification Under Local Rules 7.1(a)(2)

Pursuant to Local Rules 7.1(a)(2), undersigned counsel hereby certify that counsel for Dexia does not oppose the instant motion seeking to file the exhibits to Plaintiffs' Request for International Judicial Assistance (Letters Rogatory) under seal.

Dated: June 16, 2006

Respectfully submitted,

BERMAN DEVALERIO PEASE
TABACCO BURT & PUCILLO
/s/ Patrick T. Egan

Glen DeValerio, BBO # 122010

Jeffrey C. Block, BBO #600747

Patrick T. Egan, BBO # 637477

(pegan@bermanesq.com)

One Liberty Square

Boston, MA 02109

Telephone: (617) 542-8300

SHALOV STONE & BONNER LLP

Lee S. Shalov

James P. Bonner

Patrick L. Rocco

485 Seventh Avenue, Suite 10000

New York, New York 10018

Telephone: (212) 239-4340

CAULEY BOWMAN CARNEY & WILLIAMS PLLC

Allen Carney

11001 Executive Center Drive, Suite 200

P.O. Box 25438

Little Rock, Arkansas 722125438

Telephone: (501) 312-8500

CO-LEAD COUNSEL TO LEAD CLASS PLAINTIFFS

HANS A. QAAK, ATTILIO PO

and KARL LEIBINGER

BERNSTEIN LITOWITZ BERGER & GROSSMANN
LLP

/s/ Avi Josefson

Max W. Berger
Steven B. Singer
Avi Josefson (avi@blbglaw.com)
1285 Avenue of the Americas
New York, NY 10019
Telephone: (212) 554-1400

LOONEY & GROSSMAN LLP
Richard J. Grahn, BBO #206620
(rgrahn@lgllp.com)
Charles P. Kindregan, BBO #554947
101 Arch Street
Boston, MA 02110
Telephone: (617) 951-2800

**COUNSEL TO PLAINTIFFS STONINGTON PARTNERS,
INC., STONINGTON CAPITAL APPRECIATION 1994
FUND L.P. AND STONINGTON HOLDINGS L.L.C.**

GREGORY P. JOSEPH LAW OFFICES LLC

/s/ Susan M. Davies

Gregory P. Joseph, N.Y. Atty Reg. #1645852
Susan M. Davies, N.Y. Atty Reg. #2413508
(sdavies@josephnyc.com)
805 Third Avenue, 31st Floor
New York, NY 10022
Telephone: (212) 407-1200

KOTIN, CRABTREE & STRONG
Amy C. Mainelli, BBO #657201
One Bowdoin Square
Boston, MA 02114
Telephone: (617) 227-7031

**COUNSEL TO PLAINTIFFS GARY B. FILLER and
LAWRENCE PERLMAN, Trustees of the TRA Rights Trust**

PARTRIDGE, ANKNER & HORSTMAN LLP

/s/ Terence K. Ankner

Terence K. Ankner, BBO #552469

(tka@anknerlaw.com)

200 Berkeley Street, 16th Floor

Boston, MA 02116

Telephone: (617) 859-9999

BOIES SCHILLER & FLEXNER

Karen C. Dyer

George R. Coe

225 South Orange Avenue, Suite 905

Orlando, Florida 32801

Telephone: (407) 425-7118

REED SMITH LLP

Alan K. Cotler

Joan A. Yue

2500 One Liberty Place 1650 Market Street

Philadelphia, PA 10103

Telephone: (215) 851-8100

**COUNSEL TO PLAINTIFFS JANET BAKER, JAMES
BAKER, JKBAKER LLC and JMBAKER LLC,**